

DECLARATION AND POWER OF ATTORNEY FOR ORIGINAL U.S. PATENT APPLICATION

Attorney's Docket No. BVOCP008

As a below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe that I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:
SYSTEM, METHOD AND COMPUTER PROGRAM PRODUCT FOR VOICE-ENABLED UNIVERSAL FLIGHT INFORMATION FINDER, the specification of which,

(check one)

1. is attached hereto.
2. was filed on _____ as
U.S. Application Serial No. _____
and was amended on _____.
3. was filed on _____ as
International PCT Application Serial No. _____
and was amended on _____.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, CFR § 1.56.

I hereby claim foreign priority benefits under Title 35, United States code, § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT International application which designated at least one country other than the United States, listed below and have identified below, by checking the box, any foreign application for patent or inventor's certificate, or PCT International application having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)

Prior Foreign Application(s)			Priority Benefits Claimed?
(Appl. No.)	(Country)	(Filing Date)	<input type="checkbox"/> Yes <input type="checkbox"/> No
(Appl. No.)	(Country)	(Filing Date)	<input type="checkbox"/> Yes <input type="checkbox"/> No
(Appl. No.)	(Country)	(Filing Date)	<input type="checkbox"/> Yes <input type="checkbox"/> No

I hereby claim the benefit under 35 U.S.C. §119(e) of any United States provisional application(s) listed below:

(Application Serial No.)	(Filing Date)
(Application Serial No.)	(Filing Date)

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s), or § 365(c) of any PCT International application designating the United States, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

Prior U.S. Application(s)

(Application Serial No.) (Filing Date) (Status - patented, pending, abandoned)

(Application Serial No.) (Filing Date) (Status - patented, pending, abandoned)

And I hereby appoint CARLTON FIELDS, LLP, including L. Keith Stephens (Reg. No. 32,632); Kevin J. Zilka (Reg. No. 41,429); and Dominic Kotab (Reg. No. 42,762); as my principal agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Send Correspondence To:

CARLTON FIELDS, LLP
P.O. BOX 721030
San Jose, California 95172-1030

Direct Telephone Calls To:

L. Keith Stephens at telephone number 408 271-2300

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Typewritten Full Name of

Sole or First Inventor: Michael Migdol

Citizenship: USA

Inventor's signature: M. Migdol

Date of Signature: 01/11/01

Residence: (City) Austin

(State/Country) Texas/USA

Post Office Address: 9008 Heiden Lane, Austin, Texas 78749

Typewritten Full Name of

Joint or Second Inventor: Mikael Berner

Citizenship: USA

Inventor's signature: M. Berner

Date of Signature: 01/11/01

Residence: (City) San Jose

(State/Country) California/USA

Post Office Address: 984 Sherman Oaks Drive, San Jose, California 95128

Typewritten Full Name of

Joint or Third Inventor: Lisa Guerra

Citizenship: USA

Inventor's signature: Lisa Guerra

Date of Signature: 01/11/01

Residence: (City) Los Altos

(State/Country) California/USA

Post Office Address: 1722-B Marshall Court, Los Altos, California 94024

ASSIGNMENT RECORDATION COVER SHEET
-PATENTS ONLY-

To: Honorable Commissioner of Patents and Trademarks:

Please record the attached original document(s) or copy thereof.

1. Name of conveying party(ies)

a) Michael Migdol
b) Mikael Berner
c) Lisa Guerra

2. Name and address of receiving party(ies):

a) Name: BeVocal, Inc.
Address: 1380 Bordeaux Drive
Sunnyvale, California 94089

3. Nature of conveyance

<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/>	Merger
<input type="checkbox"/> Security Agreement	<input type="checkbox"/>	Change of Name
<input type="checkbox"/> Other _____	<input type="checkbox"/>	License Agreement

Execution Date:

4. Application Number(s) or Patent Number(s): Not yet assigned

The title of the (new) application is:

SYSTEM, METHOD AND COMPUTER PROGRAM PRODUCT FOR VOICE-ENABLED UNIVERSAL FLIGHT INFORMATION FINDER

5. Please send all correspondence concerning this (these) documents to:

CARLTON FIELDS, LLP
P.O. Box 721030
San Jose, CA 95172-1030
Tel. No.: (408) 271-2300

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00

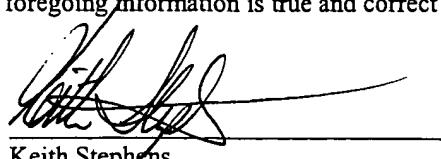
Enclosed

Authorized to be charged to Deposit Account No. 50-1351
(Order No. _____)

8. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Date:

1/23/01


Keith Stephens
Registration No. 32,632

ASSIGNMENT OF PATENT APPLICATION

(Accompanying Application)

Whereas I/we the undersigned inventor(s) have invented certain new and useful improvements as set forth in the patent application entitled:

SYSTEM, METHOD AND COMPUTER PROGRAM PRODUCT FOR VOICE-ENABLED UNIVERSAL FLIGHT INFORMATION FINDER

(Atty. Docket No.: BVOCP008) for which I (we) have executed an application for a United States Letters Patent.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I/we the undersigned inventor(s) hereby:

- 1) Sell(s), assign(s) and transfer(s) to BeVocal, Inc., a Delaware corporation having a place of business at 1380 Bordeaux Drive, Sunnyvale, CA 94089, (hereinafter referred to as "ASSIGNEE"), the entire right title and interest in any and all improvements and inventions disclosed in, application(s) based upon, and Patent(s) (including foreign patents) granted upon the information which is disclosed in the above referenced application.
- 2) Authorize and request the Commissioner of Patents to issue any and all Letters Patents resulting from said application or any division(s), continuation(s), substitutes(s) or reissue(s) thereof to the ASSIGNEE.
- 3) Agree to execute all papers and documents and, entirely at the ASSIGNEE's expense, perform any acts which are reasonably necessary in connection with the prosecution of said application, as well as any derivative and applications thereof, foreign applications based thereon, and/or the enforcement of patents resulting from such applications.
- 4) Agree that the terms, covenants and conditions of this assignment shall inure to the benefit of the Assignee, its successors, assigns and other legal representative, and shall be binding upon the inventor(s), as well as the inventor's heirs, legal representatives and assigns.
- 5) Warrant and represent that I/we have not entered, and will not enter into any assignment, contract, or understanding that conflicts with this assignment.

Signed on the date(s) indicated beside my (our) signature(s).

1)	Signature:  Typed Name: Michael Migdol	Date: <u>01/11/01</u>
2)	Signature:  Typed Name: Mikael Berner	Date: <u>01/11/01</u>

3)

Signature:
Typed Name:

Lisa Guerra

Date:

01/11/01

Applicant/Patentee: Michael Migdol, Mikael Berner and Lisa Guerra
Application or Patent No. Unassigned Attorney Docket No. BVOCP008
Filed or Issued: Herewith

**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY STATUS
37 CFR §1.9(f) and §1.27(c)--SMALL BUSINESS CONCERN**

I hereby declare that I am
[] the owner of the small business concern identified below:
[X] an official empowered to act on behalf of the small business concern identified below:

NAME OF CONCERN: BeVocal, Inc.

ADDRESS: 1380 Bordeaux Drive, Sunnyvale, California 94089

I hereby declare that the above identified small business concern qualifies as a small business concern as defined in 13 CFR §121.3-18, and reproduced in 37 CFR §1.9(d), for purposes of paying reduced fees under 41(a) and (b) of Title 35, U.S. Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention entitled: System, Method and Computer Program Product for Voice-Enabled Universal Flight Information Finder, by inventor(s)Michael Migdol, Mikael Berner and Lisa Guerra, described in:

[X] the specification filed herewith.
[] Application No. _____ filed _____
[] Patent No. _____ issued _____

If the rights held by the above-identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below* and no rights to the invention are held by any person, other than the inventor, who could not qualify as a small business concern under 37 CFR §1.9(d) or by any concern which would not qualify as a small business concern under 37 CFR §1.9(d) or a nonprofit organization under 37 CFR §1.9(e).

*Note: separate verified statements are required from each named person, concern or organization having rights to the invention averring to their status as small entities. (37 CFR §1.27)

Name: _____
Address: _____
[] individual [X] small business concern [] nonprofit organization

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR §1.28(b)).

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further, that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 1001 of Title 18 of the U.S. Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

NAME OF PERSON SIGNING: Mikael Berner

TITLE IN ORGANIZATION: Chief Executive Officer

ADDRESS OF PERSON SIGNING: 1380 Bordeaux Drive, Sunnyvale, California 94089

SIGNATURE M. R DATE 01/11/01